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J. BRYAN AUG 18 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 548962 5014227

AUTHORIZATION : *Patricia Piquet*

COST LIMIT : \$ 90.00

ORDER DATE : August 17, 2005

ORDER TIME : 3:10 PM

ORDER NO. : 548962-005

CUSTOMER NO: 5014227

CUSTOMER: Ms. Starr Crowley  
Becker & Poliakoff, P.a.  
3111 Stirling Road

Fort Lauderdale, FL 33312

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ARTICLES OF MERGER

CCG TECHNOLOGIES, INC.

INTO

CCG ACQUISITION, LLC

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF MERGER  
OF  
CCG TECHNOLOGIES, INC.  
(a Florida corporation)  
INTO  
CCG ACQUISITION, LLC  
(a Florida limited liability company)

# P980000865

# L05000069960

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TALLAHASSEE, FLORIDA

Pursuant to Section 608.4382 of the Florida Limited Liability Company Act and the Section 607.1108 of the Florida Business Corporation Act, respectively, the undersigned corporation and limited liability company adopt the following Articles of Merger:

FIRST: The plan of merger is as follows:

1. **Merger.** CCG Technologies, Inc., a Florida corporation ("INC") shall be merged with and into (the "Merger") CCG Acquisition, LLC, a Florida limited liability company ("LLC"). INC and LLC are sometimes hereinafter collectively referred to as the "Constituent Entities." LLC shall be the surviving entity to the Merger (the "Surviving Entity").
2. **Articles of Organization.** The Articles of Organization of LLC, as same shall exist from and after the Effective Date, shall be the Articles of Organization of the Surviving Entity following the Effective Date, unless and until the same shall be amended or repealed in accordance with the provisions thereof, which power to amend or repeal is hereby expressly reserved, and all rights or powers of whatsoever nature conferred in such Articles of Organization of the Surviving Entity, shall constitute the Articles of Organization of the Surviving Entity separate and apart from these Articles of Merger.
3. **Succession.** On the Effective Date, LLC shall continue its existence under the laws of the State of Florida, and the separate existence and corporate organization of INC, except insofar as it may be continued by operation of law, shall be terminated and cease.
4. **Effect of Merger.**

FIRST: On the Effective Date, by virtue of the Merger and without any further action on the part of the Constituent Entities or their shareholders or members, each outstanding share of common stock of INC shall be converted into one membership interest of LLC as set forth in the plan of merger (the "Plan of Merger") between INC and LLC.

SECOND: The Merger shall be effective on the date of filing with the Florida Department of State, Division of Corporations (the "Effective Date").

THIRD: The Plan of Merger was adopted by the board of directors and shareholders of INC on the 16 day of August, 2005 and by all members of the LLC, on the 16 day of August, 2005.

Fourth: Karen M. Peterson will be the initial managing member of the Surviving Entity.  
Karen M. Peterson's business address is 350 Jim Moran Blvd., Suite 101, Deerfield Beach,  
Florida 33442.

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Signed this 16 day of August, 2005.

CCG TECHNOLOGIES, INC.  
a Florida corporation

By: [Signature]  
Name: David Peterson  
Title: President

CCG ACQUISITION, LLC,  
a Florida limited liability company

By: [Signature]  
Name: Karen Peterson  
Title: member

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